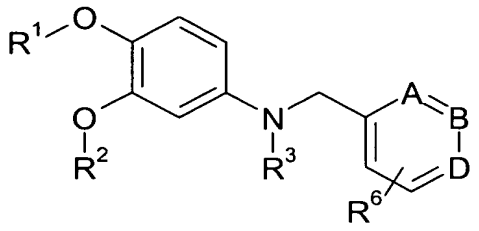
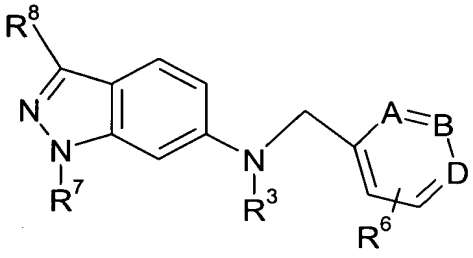
This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

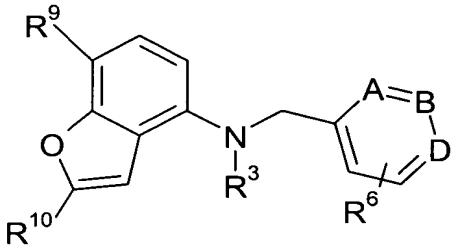
1. (Original) A nitroxide compound of Formulas I-III:



I



II



III

wherein

one of A, B and D is N-O and the others are CR^6 ;

R^1 is alkyl having 1 to 4 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen;

R^2 is alkyl having 1 to 12 carbon atoms which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen, hydroxy, cyano, C_1-$_4$-alkoxy, oxo or combinations thereof, and wherein optionally one or more -CH_2CH_2- groups is replaced in each case by –CH=CH- or -C≡C-,

cycloalkyl having 3 to 10 carbon atoms which is unsubstituted or substituted one or more times by halogen, hydroxy, oxo, cyano, alkyl having 1 to 4 carbon atoms, alkoxy having 1 to 4 carbon atoms, or combinations thereof,

cycloalkylalkyl having 4 to 16 carbon atoms which is unsubstituted or substituted in the cycloalkyl portion and/or the alkyl portion one or more times by halogen, oxo, cyano, hydroxy, C_1-$_4$-alkyl, C_1-$_4$-alkoxy or combinations thereof,

aryl having 6 to 14 carbon atoms, which is unsubstituted or substituted one or more times by halogen, CF_3, OCF_3, alkyl, hydroxy, alkoxy, nitro, methylenedioxy, ethylenedioxy, cyano, or combinations thereof,

arylalkyl in which the aryl portion has 6 to 14 carbon atoms and the alkyl portion, which is branched or unbranched, has 1 to 5 carbon atoms, wherein the arylalkyl radical is unsubstituted or is substituted in the aryl portion one or more times by halogen, CF_3, OCF_3, alkyl, hydroxy, alkoxy, nitro, cyano, methylenedioxy, ethylenedioxy, or combinations thereof, and wherein in the alkyl portion one or more -CH_2CH_2- groups are each optionally replaced by -CH=CH- or -C≡C-, and/or one or more -CH_2- groups are each optionally replaced by -O- or -NH- and/or the alkyl portion is optionally substituted by halogen, oxo, hydroxy, cyano, or combinations thereof,

a partially unsaturated carbocyclic group having 5 to 14 carbon atoms, which is unsubstituted or substituted one or more times by halogen, alkyl, alkoxy,

hydroxy, nitro, cyano, oxo, or combinations thereof,

a heterocyclic group, which is saturated, partially saturated or unsaturated, having 5 to 10 ring atoms in which at least 1 ring atom is an N, O or S atom, wherein the heterocyclic group is unsubstituted or substituted one or more times by halogen, hydroxy, aryl, alkyl, alkoxy, cyano, trifluoromethyl, nitro, oxo, or combinations thereof, or

a heterocycle-alkyl group, wherein the heterocyclic portion is saturated, partially saturated or unsaturated, and has 5 to 10 ring atoms in which at least 1 ring atom is an N, O or S atom, and the alkyl portion is branched or unbranched and has 1 to 5 carbon atoms, the heterocycle-alkyl group is unsubstituted or substituted one or more times in the heterocyclic portion by halogen, OCF_3, hydroxy, aryl, alkyl, alkoxy, cyano, trifluoromethyl, nitro, oxo, or combinations thereof, wherein in the alkyl portion one or more $-CH_2CH_2-$ groups are each optionally replaced by -CH=CH- or -C≡C-, and/or one or more $-CH_2-$ groups are each optionally replaced by -O- or -NH- and/or the alkyl portion is optionally substituted by halogen, oxo, hydroxy, cyano, or combinations thereof;

R^3 is H,

cycloalkyl having 3 to 10 carbon atoms which is unsubstituted or substituted one or more times by halogen, hydroxy, oxo, cyano, alkyl having 1 to 4 carbon atoms, alkoxy having 1 to 4 carbon atoms, or combinations thereof,

aryl having 6 to 14 carbon atoms and which is unsubstituted or substituted one or more times by halogen, alkyl, alkenyl, alkynyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, OCF_3, amino, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, pyrrolyl, tetrazole-5-

yl, 2(-heterocycle)tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, trialkylsilyloxy, R^4-L-, or combinations thereof,

heteroaryl having 5 to 10 ring atoms in which at least 1 ring atom is a heteroatom, which is unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, trialkylsilyloxy , R^4-L-, or combinations thereof, or

a heterocyclic group, which is saturated, partially saturated or unsaturated, having 5 to 10 ring atoms in which at least 1 ring atom is an N, O or S atom, which is unsubstituted or substituted one or more times by halogen, hydroxy, aryl, alkyl, alkoxy, cyano, trifluoromethyl, nitro, oxo, or combinations thereof;

R^4 is H,

alkyl having 1 to 8 carbon atoms which is unsubstituted or substituted one or more times by halogen, C_1-$_4$-alkyl, C_1-$_4$-alkoxy, oxo, or combinations thereof,

alkylamino or dialkylamino wherein each alkyl portion has independently 1 to 8,

a partially unsaturated carbocycle-alkyl group wherein the carbocyclic portion has 5 to 14 carbon atoms and the alkyl portion has 1 to 5 carbon atoms, which is unsubstituted or substituted one or more times by halogen, alkyl, alkoxy, nitro, cyano, oxo, or combinations thereof,

cycloalkyl having 3 to 10 carbon atoms which is unsubstituted or substituted one or more times by halogen, hydroxy, oxo, cyano, alkoxy, alkyl having 1 to 4 carbon atoms, or combinations thereof,

cycloalkylalkyl having 4 to 16 carbon atoms which is unsubstituted or substituted in the cycloalkyl portion and/or the alkyl portion one or more times by halogen, oxo, cyano, hydroxy, alkyl, alkoxy or combinations thereof,

aryl having 6 to 14 carbon atoms and which is unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy, dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, cycloalkyl, aryl, heteroaryl, or combinations thereof,

arylalkyl having 7 to 19 carbon atoms, wherein the aryl portion has 6 to 14 carbon atoms and the alkyl portion, which is branched or unbranched, has 1 to 5 carbon atoms, wherein the arylalkyl radical is unsubstituted or substituted, in the aryl portion, one or more times by halogen, trifluoromethyl, CF_3O, nitro, amino, alkyl, alkoxy, amino, alkylamino, dialkylamino, or combinations thereof, and/or substituted in the alkyl portion by halogen, cyano, methyl, or combinations thereof, wherein in the alkyl portion one or more $-CH_2CH_2-$ groups are each optionally replaced by -CH=CH- or -C≡C-, and/or one or more $-CH_2-$ groups are each optionally replaced by -O- or -NH-,

a heterocyclic group, which is saturated, partially saturated or unsaturated, having 5 to 10 ring atoms in which at least 1 ring atom is an N, O or S atom, which is unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy,

alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, or combinations thereof, or

a heterocycle-alkyl group, wherein the heterocyclic portion is saturated, partially saturated or unsaturated, and has 5 to 10 ring atoms in which at least 1 ring atom is a N, O or S atom, and the alkyl portion which is branched or unbranched and has 1 to 5 carbon atoms, the heterocycle-alkyl group is unsubstituted or substituted one or more times in the heterocyclic portion by halogen, alkyl, alkoxy, cyano, trifluoromethyl, CF_3O, nitro, oxo, amino, alkylamino, dialkylamino, or combinations thereof and/or substituted in the alkyl portion by halogen, cyano, or methyl or combinations thereof;

L is a single bond or a divalent aliphatic radical having 1 to 8 carbon atoms wherein one or more $-CH_2-$ groups are each optionally replaced by -O-, -S-, -SO-, $-SO_2-$, $-NR^5-$, $-SO_2NH-$, $-NHSO_2-$, $-SO_2NR^5-$, $-NR^5SO_2-$, -CO-, $-NR^5CO-$, $-CONR^5-$, -NHCONH-, -OCONH, -NHCOO-, -SCONH-, -SCSNH-, or -NHCSNH-;

R^5 is H,

alkyl having 1 to 8 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen, C_{1-4}-alkyl, C_{1-4}-alkoxy, oxo, or combinations thereof,

aryl having 6 to 14 carbon atoms and which is unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy, alkoxyalkoxy,

nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, or combinations thereof, or

arylalkyl having 7 to 19 carbon atoms, wherein the aryl portion has 6 to 14 carbon atoms and the alkyl portion, which is branched or unbranched, has 1 to 5 carbon atoms, wherein the arylalkyl radical is unsubstituted or substituted, in the aryl portion, one or more times by halogen, trifluoromethyl, CF_3O, nitro, amino, alkyl, alkoxy, amino, alkylamino, dialkylamino, or combinations thereof, and/or substituted in the alkyl portion by halogen, cyano, methyl, or combinations thereof, wherein in the alkyl portion one or more $-CH_2CH_2-$ groups are each optionally replaced by -CH=CH- or -C≡C-, and/or one or more $-CH_2-$ groups are each optionally replaced by -O- or -NH-;

R^6 is H, halogen, alkyl having 1 to 4 carbon atoms, alkoxy having 1 to 4 carbon atoms, CN, or hydroxyl;

R^7 is H,

alkyl having 1 to 8 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen, cyano, hydroxy, C_{1-4}-alkoxy, or combinations thereof

cycloalkyl having 3 to 10 carbon atoms which is unsubstituted or substituted one or more times by halogen, hydroxy, oxo, cyano, alkyl having 1 to 4 carbon atoms,

alkoxy having 1 to 4 carbon atoms, or combinations thereof,

cycloalkylalkyl having 4 to 16 carbon atoms which is unsubstituted or substituted in the cycloalkyl portion and/or the alkyl portion one or more times by halogen, oxo, cyano, hydroxy, C_{1-4}-alkyl, C_{1-4}-alkoxy or combinations thereof,

aryl having 6 to 14 carbon atoms, which is unsubstituted or substituted one or more times by halogen, CF_3, OCF_3, alkyl, hydroxy, alkoxy, nitro, methylenedioxy, ethylenedioxy, cyano, or combinations thereof,

arylalkyl in which the aryl portion has 6 to 14 carbon atoms and the alkyl portion, which is branched or unbranched, has 1 to 5 carbon atoms, wherein the arylalkyl radical is unsubstituted or is substituted in the aryl portion one or more times by halogen, CF_3, OCF_3, alkyl, hydroxy, alkoxy, nitro, cyano, methylenedioxy, ethylenedioxy, or combinations thereof, and wherein in the alkyl portion one or more $-CH_2CH_2-$ groups are each optionally replaced by -CH=CH- or -C≡C-, and/or one or more $-CH_2-$ groups are each optionally replaced by -O- or -NH- and/or the alkyl portion is optionally substituted by halogen, oxo, hydroxy, cyano, or combinations thereof,

a heterocyclic group, which is saturated, partially saturated or unsaturated, having 5 to 10 ring atoms in which at least 1 ring atom is an N, O or S atom, which is unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, or combinations thereof, or

a heterocycle-alkyl group, wherein the heterocyclic portion is saturated, partially

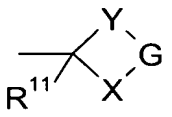
saturated or unsaturated, and has 5 to 10 ring atoms in which at least 1 ring atom is a N, O or S atom, and the alkyl portion which is branched or unbranched and has 1 to 5 carbon atoms, the heterocycle-alkyl group is unsubstituted or substituted one or more times in the heterocyclic portion by halogen, alkyl, alkoxy, cyano, trifluoromethyl, CF_3O, nitro, oxo, amino, alkylamino, dialkylamino, or combinations thereof and/or substituted in the alkyl portion by halogen, cyano, or methyl or combinations thereof;

R^8 is H, or

alkyl having 1 to 4 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen, cyano, and/or C_1-$_4$-alkoxy, and one or more $-CH_2CH_2-$ groups can be replaced in each case by –CH=CH- or -C≡C-;

R^9 is alkoxy or alkylthio, in each case having 1 to 4 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen;

R^{10} is -CO-C_{1-4}-alkyl which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen, or is



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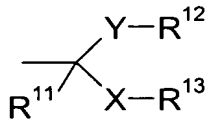


;

R^{11} is H or alkyl having 1 to 4 carbon atoms, which is branched or unbranched, and which is unsubstituted or substituted one or more times by halogen;

R^{12} is alkyl having 1 to 6 carbon atoms, which is branched or unbranched, and which is unsubstituted or substituted one or more times by halogen;

R^{13} is alkyl having 1 to 6 carbon atoms, which is branched or unbranched, and which is unsubstituted or substituted one or more times by halogen;

X and Y are each independently O or S; and

G is alkylene having 2 to 7 carbon atoms which is unsubstituted or substituted one or more times by halogen; or

a pharmaceutically acceptable salt thereof;

wherein an optically active compound can be in the form of one of its separate enantiomers or mixtures thereof, including racemic mixtures.

2. (Original) A compound according to claim 1, wherein B is N-O.

3. (Original) A compound according to claim 1, wherein said compound is of Formula I and R^1 is methyl or difluoromethyl.

4. (Original) A compound according to claim 1, wherein said compound is of Formula I and R^2 is cycloalkyl.

5. (Original) A compound according to claim 1, wherein said compound is of Formula I and R^2 is phenyl, methylphenyl, methoxyphenyl, chlorophenyl, phenethyl, phenpropyl, phenbutyl, phenylethenyl, phenoxyethyl, phenoxypropyl, phenoxybutyl, chlorophenylethyl, methoxyphenylethyl, chlorophenylethenyl, chlorophenoxyethyl, chlorophenypropyl, methoxyphenpropyl, methoxyphenbutyl, chlorophenbutyl, nitrophenbutyl, or chlorophenylaminoethyl.

6. (Original) A compound according to claim 1, wherein said compound is of Formula I and R^2 is cyclohexenyl, cyclohexadienyl, or indan-2-yl.

7. (Original) A compound according to claim 1, wherein said compound is of Formula I and R^2 is methyl, difluoromethyl, trifluoromethyl, or methoxyethyl.

8. (Original) A compound according to claim 1, wherein said compound is of Formula I and R^2 is tetrahydrofuranyl, pyrrolidinyl, pyrrolyl, pyridylmethyl, pyridylethyl, pyridylpropyl, piperazinylmethyl, piperazinylethyl, or methylpiperazinylethyl.

9. (Original) A compound according to claim 1, wherein said compound is of Formula I and R^2 cyclopentyl, tetrahydrofuranyl, CHF_2, methoxyethyl, cyclopropylmethyl, phenethyl, phenpropyl, phenylethenyl, phenoxyethyl, phenoxybutyl, phenylaminoethyl, indan-2-yl, pyridylethyl, or pyridylpropyl.

10. (Original) A compound according to claim 1, wherein R^3 is phenyl, naphthyl, biphenyl, furanyl, pyrazinyl, pyrimidinyl, pyridyl, quinolinyl, or isoquinolinyl, which in each case is unsubstituted or is substituted one or more times.

11. (Original) A compound according to claim 10, wherein R^3 is substituted by OH, F, Cl, CF_3, methyl, ethyl, methoxy, ethoxy, CN, vinyl, CH_2OH, CONHOH, $CONH_2$, methylenedioxy, COOH, or combinations thereof.

12. (Original) A compound according to claim 1, wherein R^3 is pyridyl or phenyl which in each case is substituted or unsubstituted.

13. (Original) A compound according to claim 1, wherein R^3 is phenyl substituted by halogen, COOH and/or CN.

14. (Original) A compound according to claim 1, wherein R^3 is aryl substituted by R^4-, R^4-O-, R^4-CO-, R^4-NH-CO-, R^4-SO_2-NH-, R^4-SO_2-NHCO-,R^4-SO_2-NH-alkylene-O-, NH_2-alkyl-NH-CO-, R^4-alkylene-NH-CO-, alkyl-CO-NH-alkyl-, methyl, ethyl, Cl, F, CN, OCH_3, CF_3, amino, nitro, CH_2OH or COOH.

15. (Original) A compound according to claim 1, wherein R^3 is phenyl substituted by R^4-SO_2-NH- and R^4 is methyl, ethyl, propyl or phenyl.

16. (Original) A compound according to claim 1, wherein R^3 is phenyl substituted by R^4-SO_2-NH-alkylene-O-, R^4 is methyl, ethyl, propyl or phenyl, and alkylene is -CH_2-,
-CH_2CH_2- or –$CH_2CH_2CH_2$-.

17. (Original) A compound according to claim 1, wherein R^3 is phenyl substituted by R^4-L-, R^4 is phenyl, tetrazolyl, oxazinyl, piperazinyl, methylpiperazinyl, pyridyl, methylpyridyl, pyrrolinyl, methylpyrrolinyl, piperadinyl, or methylpiperadinyl, and L is a single bond, -O-, -CO-, $-CH_2-$, $-CH_2CH_2-$, $-CH_2CH_2CH_2-$, $-CH_2-O-$, $-CH_2CH_2-O-$, $-CH_2CH_2CH_2-O-$, $-CH_2-NH-CH_2CH_2-O-$, -CO-NH-, -NH-CO-, or $-CONHSO_2-$.

18. (Original) A compound according to claim 1, wherein R^6 is H or F.

19. (Original) A compound according to claim 1, wherein R^6 is H.

20. (Original) A compound according to claim 1, wherein said compound is of Formula II and R^7 is alkyl having 2 to 4 carbon atoms which is optionally substituted by halogen.

21. (Original) A compound according to claim 1, wherein said compound is of Formula II and R^7 is cyclopentyl or cyclohexyl.

22. (Original) A compound according to claim 1, wherein said compound is of Formula II and R^8 H or C_2H_5.

23. (Original) A compound according to claim 1, wherein said compound is of Formula III and R^9 is CH_3 or C_2H_5.

24. (Original) A compound according to claim 1, wherein said compound is of Formula III and R^{10} is $-CO-C_{1-4}$-alkyl.

25. (Original) A compound according to claim 1, wherein said compound is of Formula III and R^{11} is $-CH_3$.

26. (Original) A compound according to claim 1, wherein said compound is of Formula III and R^{12} and R^{13} are each independently $-CH_3$ or $-CH_2CH_3$.

27. (Original) A compound according to claim 1, wherein X and Y are each O.

28. (Original) A compound according to claim 1, wherein said compound is of Formula III and G is $-CH_2CH_2-$.

29. (Original) A compound according to claim 1, wherein R^3 is H.

30. (Original) A compound according to claim 1, wherein D is N-O.

31. (Original) A compound according to claim 1, wherein:

each aryl group is, independently, a phenyl, naphthyl or biphenyl group optionally substituted one or more times by halogen, alkyl, hydroxy, alkoxy, nitro, methylenedioxy, ethylenedioxy, amino, alkylamino, dialkylamino, hydroxyalkyl, hydroxyalkoxy, carboxy, cyano, acyl, alkoxycarbonyl, alkylthio, alkylsulfinyl, alkylsulfonyl, or phenoxy;

each heteroaryl group is, independently, a furyl, thienyl, pyrrolyl, pyrazolyl, imidazolyl, triazolyl, tetrazolyl, dithialyl, oxathialyl, isoxazolyl, oxazolyl, thiazolyl, isothiazolyl, oxadiazolyl, oxatriazolyl, dioxazolyl, oxathiazolyl, thiadiazolyl, pyridyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, oxazinyl, isoxazinyl, oxathiazinyl, oxadiazinyl, benzofuranyl, isobenzofuranyl, thionaphthenyl, isothionaphthenyl, indolyl, isoindolyl, indazolyl, benzisoxazolyl, benzoxazolyl, benzthiazolyl, benzisothiazolyl, purinyl, benzopyranyl, quinolinyl, isoquinolinyl, cinnolinyl, quinazolinyl, naphthyridinyl, or benzoxazinyl group optionally substituted in one or more places by halogen, aryl, alkyl, alkoxy, carboxy, methylene, cyano, trifluoromethyl, nitro, oxo, amino, alkylamino, or dialkylamino; and

each heterocycle group is, independently, a heteroaryl group or a tetrahydrofuranyl, piperidinyl, or pyrrolidinyl group optionally substituted in one or more places by halogen, aryl, alkyl, alkoxy, carboxy, methylene, cyano, trifluoromethyl, nitro, oxo, amino, alkylamino, or

dialkylamino.

32. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2; R^2 is alkyl, alkenyl, alkynyl, cycloalkyl, arylalkyl, heterocycle-alkyl, cycloalkylalkyl, aryl, or heterocyclic, in each case substituted or unsubstituted; and R^3 is aryl or heteroaryl, in each case substituted or unsubstituted.

33. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2; and R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl.

34. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2; R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl; and R^3 is aryl or heteroaryl, in each case substituted or unsubstituted.

35. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2; R^2 is cyclopentyl; and R^3 is substituted or unsubstituted aryl or heteroaryl.

36. (Original) A compound according to claim 1, wherein R^1 is methyl; R^2 is cyclopentyl; and R^3 is phenyl which is substituted or unsubstituted.

37. (Original) A compound according to claim 1, wherein R^1 is methyl; R^2 is cyclopentyl; and R^3 is phenyl or phenyl substituted with 1 to 3 substituents.

38. (Original) A compound according to claim 1, wherei R^1 is methyl; R^2 is cyclopentyl; and R^3 is phenyl, naphthyl, biphenyl, pyridyl, pyrimidinyl, thiazolyl, pyrazinyl, quinolinyl, or isoquinolinyl, in each case substituted or unsubstituted.

39. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2.

40. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, and B is N-O.

41. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, and R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl.

42. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, B is N-O, and R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl.

43. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, and R^3 is 3-pyridyl or phenyl, which in each case is substituted or unsubstituted.

44. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, B is N-O, and R^3 is 3-pyridyl or phenyl, which in each case is substituted or unsubstituted.

45. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl or tetrahydrofuranyl, and R^3 is 3-pyridyl or phenyl, which in each case is substituted or unsubstituted.

46. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, B is N-O, R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl, and R^3 is 3-pyridyl or phenyl, which in each case is substituted or unsubstituted.

47. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, and R^3 is phenyl which is substituted in the 3- or 4- position.

48. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, B is N-O, and R^3 is phenyl which is substituted in the 3- or 4- position.

49. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl, and R^3 is phenyl which is substituted in the 3- or 4- position.

50. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, B is N-O, R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl, and R^3 is phenyl which is substituted in the 3- or 4- position.

51. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, and R^3 is 3-pyridyl, 3-COOH-phenyl, 3-Cl-phenyl, 3-cyano-phenyl, 3-ethylsulfonamido-phenyl, 3-tetrazol-5-yl-phenyl, 3-hydroxymethyl-phenyl, 4-pyridyl, 4-COOH-phenyl, 4-cyano-phenyl, 4-ethylsulfonamido-phenyl, 4-tetrazol-5-yl-phenyl, or 4-hydroxymethyl-phenyl.

52. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, B is N-O, and R^3 is 3-pyridyl, 3-COOH-phenyl, 3-Cl-phenyl, 3-cyano-phenyl, 3-ethylsulfonamido-phenyl, 3-tetrazol-5-yl-phenyl, 3-hydroxymethyl-phenyl, 4-pyridyl, 4-COOH-phenyl, 4-cyano-phenyl, 4-ethylsulfonamido-phenyl, 4-tetrazol-5-yl-phenyl, or 4-hydroxymethyl-phenyl.

53. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl, and R^3 is 3-pyridyl, 3-COOH-phenyl, 3-Cl-phenyl, 3-cyano-phenyl, 3-ethylsulfonamido-phenyl, 3-tetrazol-5-yl-phenyl, 3-hydroxymethyl-phenyl, 4-pyridyl, 4-COOH-phenyl, 4-cyano-phenyl, 4-ethylsulfonamido-phenyl, 4-tetrazol-5-yl-phenyl, or 4-hydroxymethyl-phenyl.

54. (Original) A compound according to claim 1, wherein R^1 is methyl or CHF_2, B is N-O, R^2 is cyclopentyl, CHF_2, cyclopropylmethyl, pyridylethyl, or tetrahydrofuranyl, and

R^3 is 3-pyridyl, 3-COOH-phenyl, 3-Cl-phenyl, 3-cyano-phenyl, 3-ethylsulfonamido-phenyl, 3-tetrazol-5-yl-phenyl, 3-hydroxymethyl-phenyl, 3-nitro-phenyl, 4-pyridyl, 4-COOH-phenyl, 4-cyano-phenyl, 4-ethylsulfonamido-phenyl, 4-tetrazol-5-yl-phenyl, or 4-hydroxymethyl-phenyl.

55. (Original) A compound according to claim 1, wherein R^3 is H or is aryl or heteroaryl, in each case substituted or unsubstituted.

56. (Original) A compound according to claim 1, wherein said compound is of Formula II, R^7 is cycloalkyl; and R^8 is H or C_2H_5.

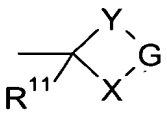
57. (Original) A compound according to claim 1, wherein said compound is of Formula II, R^7 is cycloalkyl; R^8 is H or C_2H_5; and R^3 is H or is aryl or heteroaryl, in each case substituted or unsubstituted.

58. (Original) A compound according to claim 1, wherein said compound is of Formula II, R^7 is cyclopentyl; R^8 is H or C_2H_5; and R^3 is H or is aryl or heteroaryl, in each case substituted or unsubstituted.

59. (Original) A compound according to claim 1, wherein said compound is of Formula II, R^7 is cyclopentyl; R^8 is H or C_2H_5; and R^3 is phenyl which is substituted or unsubstituted.

60. (Original) A compound according to claim 1, wherein R^3 is H or is aryl or heteroaryl, in each case substituted or unsubstituted.

61. (Original) A compound according to claim 1, wherein said compound is of Formula III, R^9 is alkoxy having 1 to 4 carbon atoms; R^{10} is $COCH_3$ or



;

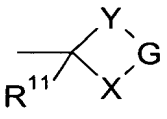
R^{11} is $-CH_3$;

X and Y are both O or S; and

G is $-CH_2CH_2-$.

62. (Original) A compound according to claim 1, wherein said compound is of Formula III, R^3 is H or is aryl or heteroaryl, in each case substituted or unsubstituted; R^9 is alkoxy having 1 to 4 carbon atoms;

R^{10} is $COCH_3$ or



;

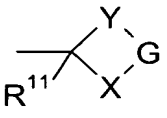
R^{11} is $-CH_3$;

X and Y are both O or S; and

G is $-CH_2CH_2-$.

63. (Original) A compound according to claim 1, wherein said compound is of Formula III and R^3 is phenyl which is substituted or unsubstituted; R^9 is alkoxy having 1 to 4 carbon atoms;

R^{10} is $COCH_3$ or



;

R^{11} is $-CH_3$;

X and Y are both O or S; and

G is $-CH_2CH_2-$.

64. (Original) A compound according to claim 1, wherein

B is N-O;

R^1 is methyl or difluoromethyl;

R^2 is phenyl, methylphenyl, methoxyphenyl, chlorophenyl, phenethyl, phenpropyl, phenbutyl, phenylethenyl, phenoxyethyl, phenoxypropyl, phenoxybutyl, chlorophenylethyl, methoxyphenylethyl, chlorophenylethenyl, chlorophenoxyethyl, chlorophenypropyl, methoxyphenpropyl, methoxyphenbutyl, chlorophenbutyl, nitrophenbutyl, chlorophenylaminoethyl, cyclohexenyl, cyclohexadienyl, indan-2-yl methyl, difluoromethyl, trifluoromethyl, methoxyethyl, tetrahydrofuranyl, pyrrolidinyl, pyrrolyl, pyridylmethyl, pyridylethyl, pyridylpropyl, piperazinylmethyl, piperazinylethyl, methylpiperazinylethyl, cyclopentyl, CHF_2, methoxyethyl, cyclopropylmethyl, orphenylaminoethyl;

R^3 is phenyl or pyridyl, which in each case is unsubstituted or substituted ;

R^6 is H or F;

R^7 is cyclopentyl, cyclohexyl, or alkyl having 2 to 4 carbon atoms which is optionally substituted by halogen,

R^8 H or C_2H_5;

R^9 is CH_3 or C_2H_5;

R^{10} is $-CO-C_{1-4}$-alkyl;

R^{11} is $-CH_3$;

R^{12} and R^{13} are each independently $-CH_3$ or $-CH_2CH_3$;

X and Y are each O; and

G is $-CH_2CH_2-$.

65. (Original) A compound according to claim 1, wherein

one of A, B and D is N-O and the others are CH;

R^1 is alkyl having 1 to 4 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen;

R^2 is alkyl having 1 to 12 which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen, hydroxy, cyano, C_1-$_4$-alkoxy, oxo or combinations thereof, and wherein optionally one or more -CH_2CH_2- groups is replaced in each case by –CH=CH- or -C≡C-,

cycloalkyl having 3 to 10 carbon atoms which is unsubstituted or substituted one or more times by halogen, hydroxy, oxo, cyano, alkyl having 1 to 4 carbon atoms, alkoxy having 1 to 4 carbon atoms, or combinations thereof,

cycloalkylalkyl having 4 to 16 carbon atoms which is unsubstituted or substituted in the cycloalkyl portion and/or the alkyl portion one or more times by halogen, oxo, cyano, hydroxy, C_1-$_4$-alkyl, C_1-$_4$-alkoxy or combinations thereof,

aryl having 6 to 14 carbon atoms, which is unsubstituted or substituted one or more times by halogen, CF_3, OCF_3, alkyl, hydroxy, alkoxy, nitro, methylenedioxy, ethylenedioxy, cyano, or combinations thereof,

arylalkyl in which the aryl portion has 6 to 14 carbon atoms and the alkyl portion, which is branched or unbranched, has 1 to 5 carbon atoms, which the arylalkyl radical is unsubstituted or is substituted in the aryl portion one or more times by halogen, CF_3, OCF_3, alkyl, hydroxy, alkoxy, nitro, cyano, methylenedioxy, ethylenedioxy, or combinations thereof, and wherein in the alkyl portion one or more -CH_2CH_2- groups are each optionally replaced by -CH=CH- or -C≡C-, and one or more -CH_2- groups are each optionally replaced by -O- or -NH- and/or the alkyl portion is optionally substituted by halogen, oxo, hydroxy, cyano, or

combinations thereof,

a partially unsaturated carbocyclic group having 5 to 14 carbon atoms, which is unsubstituted or substituted one or more times by halogen, alkyl, alkoxy, hydroxy, nitro, cyano, oxo, or combinations thereof,

a heterocyclic group, which is saturated, partially saturated or unsaturated, having 5 to 10 ring atoms in which at least 1 ring atom is a N, O or S atom, which is unsubstituted or substituted one or more times by halogen, hydroxy, aryl, alkyl, alkoxy, cyano, trifluoromethyl, nitro, oxo, or combinations thereof, or

a heterocycle-alkyl group, wherein the heterocyclic portion is saturated, partially saturated or unsaturated, and has 5 to 10 ring atoms in which at least 1 ring atom is a N, O or S atom, and the alkyl portion is branched or unbranched and has 1 to 5 carbon atoms, the heterocycle-alkyl group is unsubstituted or substituted one or more times in the heterocyclic portion by halogen, OCF_3, hydroxy, aryl, alkyl, alkoxy, cyano, trifluoromethyl, nitro, oxo, or combinations thereof, wherein in the alkyl portion one or more $-CH_2CH_2-$ groups are each optionally replaced by -CH=CH- or -C≡C-, and one or more $-CH_2-$ groups are each optionally replaced by -O- or -NH- and/or the alkyl portion is optionally substituted by halogen, oxo, hydroxy, cyano, or combinations thereof;

R^3 is H,

aryl having 6 to 14 carbon atoms and which is unsubstituted or substituted one or more times by halogen, alkyl, alkenyl, alkynyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, OCF_3, amino, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, 2(-heterocycle)tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl,

alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, trialkylsilyloxy, R^4-L-, or combinations thereof, or

heteroaryl having 5 to 10 ring atoms in which at least 1 ring atom is a heteroatom, which is unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, trialkylsilyloxy, R^4-L-, or combinations thereof;

R^4 is H,

alkyl having 1 to 8 carbon atoms, which is unsubstituted or substituted one or more times with halogen, C_{1-4}-alkyl, C_{1-4}-alkoxy, oxo, or combinations thereof,

alkylamino or dialkylamino wherein each alkyl portion has independently 1 to 8 carbon atoms,

a partially unsaturated carbocycle-alkyl group wherein the carbocyclic portion has 5 to 14 carbon atoms and the alkyl portion has 1 to 5 carbon atoms, which is unsubstituted or substituted, one or more times by halogen, alkyl, alkoxy, nitro, cyano, oxo, or combinations thereof,

cycloalkyl having 3 to 10 carbon atoms, which is unsubstituted or substituted one or more times by halogen, hydroxy, oxo, cyano, alkoxy, alkyl having 1 to 4 carbon atoms, or combinations thereof,

cycloalkylalkyl having 4 to 16 carbon atoms, which is unsubstituted or substituted in the cycloalkyl portion and/or the alkyl portion one or more times by halogen, oxo, cyano, hydroxy, alkyl, alkoxy or combinations thereof,

aryl having 6 to 14 carbon atoms and which is unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, or alkylsulfonyl,

arylalkyl having 7 to 19 carbon atoms, wherein the aryl portion has 6 to 14 carbon atoms and the alkyl portion, which is branched or unbranched, has 1 to 5 carbon atoms, arylalkyl radical is unsubstituted or substituted, in the aryl portion, one or more times by halogen, trifluoromethyl, CF_3O, nitro, amino, alkyl, alkoxy, amino, alkylamino,or dialkylamino and/or substituted in the alkyl portion by halogen, cyano, or methyl,

a heterocyclic group, which is saturated, partially saturated or unsaturated, having 5 to 10 ring atoms in which at least 1 ring atom is a N, O or S atom, which is unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, or combinations thereof, or

a heterocycle-alkyl group, wherein the heterocyclic portion is saturated, partially saturated or unsaturated, and has 5 to 10 ring atoms in which at least 1 ring atom is a N, O or S atom, and the alkyl portion which is branched or unbranched and

has 1 to 5 carbon atoms, the heterocycle-alkyl group is unsubstituted or substituted one or more times in the heterocyclic portion by halogen, alkyl, alkoxy, cyano, trifluoromethyl, CF_3O, nitro, oxo, amino, alkylamino, dialkylamino, or combinations thereof and/or substituted in the alkyl portion by halogen, cyano, or methyl or combinations thereof;

L is a single bond or a divalent aliphatic radical having 1 to 8 carbon atoms wherein one or more $-CH_2-$ groups are each optionally replaced by -O-, -S-, $-NR^5-$, $-SO_2NH-$, $-NHSO_2-$, -CO-, $-NR^5CO-$, $-CONR^5-$, -NHCONH-, -OCONH, -NHCOO-, -SCONH-, -SCSNH-, or -NHCSNH-;

R^5 is H,

alkyl having 1 to 8 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times with halogen, C_1-$_4$-alkyl, C_1-$_4$-alkoxy, oxo, or combinations thereof;

R^7 is H,

alkyl having 1 to 8 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen,

cycloalkyl having 3 to 10 carbon atoms, which is unsubstituted or substituted one or more times by halogen, hydroxy, oxo, cyano, alkyl having 1 to 4 carbon atoms, alkoxy having 1 to 4 carbon atoms, or combinations thereof, or

a heterocyclic group, which is saturated, partially saturated or unsaturated, having 5 to 10 ring atoms in which at least 1 ring atom is a N, O or S atom, which is

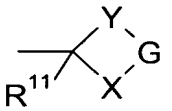
unsubstituted or substituted one or more times by halogen, alkyl, hydroxy, alkoxy, alkoxyalkoxy, nitro, methylenedioxy, ethylenedioxy, trifluoromethyl, amino, aminomethyl, aminoalkyl, aminoalkoxy dialkylamino, hydroxyalkyl, hydroxamic acid, tetrazole-5-yl, hydroxyalkoxy, carboxy, alkoxycarbonyl, cyano, acyl, alkylthio, alkylsulfinyl, alkylsulfonyl, phenoxy, or combinations thereof;

R^8 is H, or

alkyl having 1 to 4 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen, cyano, and/or C_{1-4}-alkoxy, and one or more $-CH_2CH_2-$ groups can be replaced in each case by –CH=CH- or -C≡C-;

R^9 is alkoxy or alkylthio, in each case having 1 to 4 carbon atoms, which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen;

R^{10} is -CO-C_{1-4}-alkyl which is branched or unbranched and which is unsubstituted or substituted one or more times by halogen, or is



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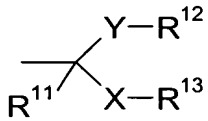

;

R^{11} is H or alkyl having 1 to 4 carbon atoms, which is branched or unbranched, and

which is unsubstituted or substituted one or more times by halogen;

R^{12} is alkyl having 1 to 6 carbon atoms, which is branched or unbranched, and which is unsubstituted or substituted one or more times by halogen;

R^{13} is alkyl having 1 to 6 carbon atoms, which is branched or unbranched, and which is unsubstituted or substituted one or more times by halogen;

X and Y are each independently O or S; and

G is alkylene having 2 to 7 carbon atoms which is unsubstituted or substituted one or more times by halogen.

66. (Original) A compound according to claim 1, wherein said compound is selected from: 3'-Chloro-3-cyclopentyloxy-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)diphenylamine, 3'-Chloro-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)-3-(3-tetrahydrofuryloxy)diphenylamine, 3'-Cyano-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)-3-((3*R*)-tetrahydrofuryloxy)diphenylamine, 4-Difluoromethoxy-*N*-(1-oxy-3-pyridylmethyl)-3-(3-tetrahydrofuryloxy)diphenylamine, 3,4-Bis(difluoromethoxy)-*N*-(1-oxy-3-pyridylmethyl)diphenylamine, 4-Difluoromethoxy-*N*-(1-oxy-3-pyridylmethyl)-3-((3*R*)-tetrahydrofuryloxy)diphenylamine, 3'-Cyano-4-difluoromethoxy-*N*-(1-oxy-3-pyridylmethyl)-3-((3*R*)-tetrahydrofuryloxy)diphenylamine, 3'-Chloro-4-difluoromethoxy-*N*-(1-oxy-3-pyridylmethyl)-3-((3*R*)-tetrahydrofuryloxy)diphenylamine, 4'-*tert*-Butyldimethylsilyloxy-3-cyclopentyloxy-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)diphenylamine, *N*-(3-Cyclopentyloxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid, *N*-(3-Cyclopentyloxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)-4-aminobenzoic acid, *N*-(3-Cyclopentyloxy-4-difluoromethoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic

acid,

N-[4-Methoxy-3-(3-tetrahydrofuryloxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-3,4-Bis(difluoromethoxy)phenyl)-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-[4-methoxy-3-((3*R*)-tetrahydrofuryloxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-(3-Cyclopropylmethoxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)-4-aminobenzoic acid,

N-(3-Cyclopropylmethoxy-4-difluoromethoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-[3-(4-Chlorophenyl)prop-1-yloxy-4-methoxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-(3-Cyclopropylmethoxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-[3-(2-Indanyloxy)-4-methoxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-[4-Methoxy-3-(3-tetrahydrofuryloxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-[4-Methoxy-3-((3R)-tetrahydrofuryloxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

N-[3-(2-Methoxyethoxy)-4-methoxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-aminobenzoic acid,

3-Cyclopropylmethyloxy-4-difluoromethoxy-*N*-(1-oxy-3-pyridylmethyl)-4'-(2H-tetrazol-5-yl)diphenylamine,

3-Cyclopentyloxy-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)-4'-(2H-tetrazol-5-yl)diphenylamine,

3-Cyclopentyloxy-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)-3'-(2H-tetrazol-5-yl)diphenylamine,

4-Methoxy-*N*-(1-oxy-3-pyridylmethyl)-3-((3*R*)-tetrahydrofuryloxy)-4'-(2H-tetrazol-5-yl)diphenylamine,

3-Cyclopropylmethyloxy-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)-4'-(2H-tetrazol-5-yl)diphenylamine,

4-Difluoromethoxy-*N*-(1-oxy-3-pyridylmethyl)-3-((3*R*)-tetrahydrofuryloxy)-4'-(2H-tetrazol-5-yl)diphenylamine,

3-Cyclopentyloxy-4-difluromethoxy-*N*-(1-oxy-3-pyridylmethyl)-4'-(2H-tetrazol-5-yl)diphenylamine,

3-Cyclopropylmethyloxy-4-difluoromethoxy-*N*-(1-oxy-3-pyridylmethyl)-3'-(2H-tetrazol-5-

yl)diphenylamine,

Bis-3,4-difluoromethoxy-*N*-(1-oxy-3-pyridylmethyl)-4'-(2H-tetrazol-5-yl)diphenylamine,

N-(3-Cyclopentyloxy-4-methoxyphenyl)-*N*-(3-pyridyl)-*N*-(1-oxy-3-pyridylmethyl)amine,

N-(3-Cyclopentyloxy-4-difluoromethoxyphenyl)-*N*-(3-pyridyl)-*N*-(1-oxy-3-pyridylmethyl)amine,

N-(3-Cyclopropylmethoxy-4-difluoromethoxyphenyl)-*N*-(3-pyridyl)-*N*-(1-oxy-3-pyridylmethyl)amine,

N-(4-Difluoromethoxy-3-(3*R*)-tetrahydrofuryloxyphenyl)-*N*-(3-pyridyl)-*N*-(1-oxy-3-pyridylmethyl)amine,

3-Cyclopentyloxy-3'-ethanesulfonylamino-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)diphenylamine,

3-Cyclopentyloxy-4-methoxy-3'-(1-propanesulfonylamino)-*N*-(1-oxy-3-pyridylmethyl)diphenylamine,

3-Cyclopentyloxy-4'-ethanesulfonylamino-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)diphenylamine,

3-Cyclopentyloxy-4-methoxy-4'-(1-propanesulfonylamino)-*N*-(1-oxy-3-pyridylmethyl)diphenylamine,

3-Cyclopropylmethoxy-3'-ethanesulfonylamino-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)diphenylamine,

4-Difluoromethoxy-3'-ethanesulfonylamino-*N*-(1-oxy-3-pyridylmethyl)-3-[(3R)-tetrahydrofuryloxy]diphenylamine,

4-Methoxy-3-[2-(2-pyridyl)ethoxy]-*N*-(1-oxy-3-pyridylmethyl)diphenylamine,

4-Methoxy-*N*-(1-oxy-3-pyridylmethyl)-3-[(3*R*)-tetrahydrofuryloxy]diphenylamine,

3'-Chloro-4-methoxy-3-[2-(2-pyridyl)ethoxy]-*N*-(1-oxy-3-pyridylmethyl)diphenylamine,

3'-Chloro-4-methoxy-*N*-(1-oxy-3-pyridylmethyl)-3-[(3*R*)-tetrahydrofuryloxy]diphenylamine,

3-Cyclopentyloxy-4-methoxy-4'-[2-(5-oxopyrrolidinyl)methoxy]-*N*-(1-oxy-3-pyridylmethyl)diphenylamine,

3-Cyclopentyloxy-4-methoxy-N-(3-aminocarbonylphenyl)-N-(1-oxy-3-pyridylmethyl)aniline,

3,4-Bisdifluoromethoxy-N-(3-carboxy-4-chlorophenyl)-N-(1-oxy-3-pyridylmethyl)aniline,

3,4-Bisdifluoromethoxy-N-(4-(1-pyrrol-1-yl)phenyl)-N-(1-oxy-3-pyridylmethyl)aniline,

4-Methoxy-3-(R)-tetrahydrofuryloxy-N-(3-carboxy-4-chlorophenyl)-N-(1-oxy-3-pyridylmethyl)aniline,

4-Methoxy-3-(R)-tetrahydrofuryloxy-N-(3-carboxyphenyl)-N-(1-oxy-4-pyridylmethyl)aniline,
4-Methoxy-3-(R)-tetrahydrofuryloxy-N-(3-pyridyl)-N-(1-oxy-4-pyridylmethyl)aniline,
3-Cyclopentyloxy-4-methoxy-N-(4-carboxy-3-chlorophenyl)-N-(1-oxy-3-pyridylmethyl)aniline,
2-Acetyl-7-methoxy-4-(N-(4-cyanophenyl)-N-(1-oxy-3-pyridylmethyl))aminobenzofuran,
2-Acetyl-7-methoxy-4-(N-phenyl-N-(1-oxy-4-pyridylmethyl))aminobenzofuran,
2-Acetyl-7-methoxy-4-(N-(3-carboxyphenyl)-N-(1-oxy-3-pyridylmethyl))aminobenzofuran,
1-Cyclopentyl-3-ethyl-6-(N-(3-carboxyphenyl)-N-(1-oxy-3-pyridylmethyl))aminoindazole,
2-Acetyl-7-methoxy-4-(N-(4-acetylphenyl)-N-(1-oxy-3-pyridylmethyl))aminobenzofuran,
N-[4-Methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-4-methylsulfonylaminocarbonyl-*N*-(1-oxy-3-pyridylmethyl)aniline,
4-(4-Fluorophenyl)sulfonylaminocarbonyl-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)aniline,
3-Chloro-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)aniline,
3-Amino-*N*-(5-fluoro-1-oxy-3-pyridylmethyl)-*N*-(4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]benzoic acid,
3-Amino-*N*-(3-cyclopentyloxy-4-methoxyphenyl)-*N*-(1-oxy-2-pyridylmethyl)benzoic acid,
3-Amino-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)-5-trifluoromethylbenzoic acid,
4-Ethylsulfonylaminocarbonyl-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)aniline,
4-(2-Fluorophenyl)sulfonylaminocarbonyl-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)aniline
4-(3-Chlorophenyl)sulfonylaminocarbonyl-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)aniline,
3-Amino-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)-6-trifluoromethylbenzoic acid,
4-Amino-*N*-[4-difluoromethoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

N-[4-Difluoromethoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-4-methylsulfonylaminocarbonyl-*N*-(1-oxy-3-pyridylmethyl)aniline,

N-[4-Methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)-4-phenylsulfonylaminocarbonylaniline,

3-Amino-*N*-(3-cyclopentyloxy-4-methoxyphenyl)-*N*-(5-fluoro-1-oxy-3-pyridylmethyl)benzoic acid,

4-Amino-*N*-(3-cyclopentyloxy-4-methoxyphenyl)-*N*-(5-fluoro-1-oxy-3-pyridylmethyl)benzoic acid,

3-Amino-*N*-[4-difluoromethoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

3-Amino-*N*-(3-cyclobutyloxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

3-Amino-*N*-(3-cyclopentyloxy-4-methoxyphenyl)-5-fluoro-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

3-Amino-*N*-[3,4-bis(difluoromethoxy)phenyl]-5-fluoro-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

4-Amino-*N*-(3-cyclobutyloxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

4-Amino-*N*-(3-ethoxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

4-Amino-*N*-(3-isopropoxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

N-[4-Difluoromethoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-4-(3,4-difluorophenyl)sulfonylaminocarbonyl-*N*-(1-oxy-3-pyridylmethyl)aniline,

4-Amino-*N*-(3-cyclopropylmethoxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

N-[3,4-Bis(difluoromethoxy)phenyl]-4-(4-fluorophenyl)sulfonylaminocarbonyl-*N*-(1-oxy-3-pyridylmethyl)aniline,

4-(2,4-Difluorophenyl)sulfonylaminocarbonyl-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)aniline,

4-(3,4-Difluorophenyl)sulfonylaminocarbonyl-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)aniline,

N-[4-Difluoromethoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-4-ethylsulfonylaminocarbonyl-*N*-(1-oxy-3-pyridylmethyl)aniline,

3-Amino-*N*-(3,4-dimethoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

3-Amino-*N*-(3-ethoxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,
3-Amino-*N*-(3-isopropoxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,
4-(3,4-Difluorophenyl)sulfonylaminocarbonyl-*N*-(3-ethoxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)aniline,
3-Amino-*N*-[3,4-bis(difluoromethoxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,
3-Amino-*N*-(4-difluoromethoxy-3-ethoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,
4-Amino-*N*-(4-difluoromethoxy-3-ethoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,
3-Amino-*N*-(4-difluoromethoxy-3-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,
4-Amino-*N*-(3-cyclopentyloxy-4-methoxyphenyl)-*N*-(1-oxypyridin-3-ylmethyl)pyridine,
N-[Bis-3,4-(difluoromethoxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)-4-[2-(2-tetrahydropyranyl)-2H-tetrazol-5-yl]aniline,
N-[Bis-3,4-(difluoromethoxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-(2H-tetrazol-5-yl)aniline; and
pharmaceutically acceptable salts thereof,
wherein optically active compounds can be in the form of their separate enantiomers or mixtures thereof, including racemic mixtures.

67. (Original) A compound according to claim 1, wherein said compound is selected from:

4-amino-*N*-(3-cyclopentyloxy-4-methoxyphenyl)-*N*-(1-oxypyridin-3-ylmethyl)pyridine,

N-[Bis-3,4-(difluoromethoxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)-4-[2-(2-tetrahydropyranyl)-2H-tetrazol-5-yl]aniline,

3-Chloro-*N*-[4-methoxy-3-((3*R*)-3-tetrahydrofuranyl)oxyphenyl]-*N*-(1-oxy-3-pyridylmethyl)aniline,

4-Amino-*N*-(3-cyclopentyloxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid

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3-Amino-*N*-(3-cyclopentyloxy-4-methoxyphenyl)-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

3-Amino-*N*-[bis-3,4-(difluoromethoxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)benzoic acid,

N-[Bis-3,4-(difluoromethoxy)phenyl]-*N*-(1-oxy-3-pyridylmethyl)-3-(2H-tetrazol-5-

yl)aniline; and

pharmaceutically acceptable salts thereof,

wherein optically active compounds can be in the form of their separate enantiomers or mixtures thereof, including racemic mixtures.

68. (Original) A pharmaceutical composition containing a compound of claim 1 and a pharmaceutically acceptable carrier.

69. (Currently Amended) A composition of claim 68, wherein the compound ~~of claim 1~~ is provided in a unit dosage of 0.1 - 50 mg.

70. (Original) A method for effecting PDE4 enzyme inhibition, enhancing cognition and/or treating psychosis in a patient comprising administering to said patient an effective amount of a compound according to claim 1.

71. (Original) A method according to claim 70, wherein said compound is administered in an amount of 0.01-100 mg/kg of body weight/day.

72. (Original) A method according to claim 70, wherein said patient is a human.

73. (Original) A method of claim 70, wherein the patient is suffering from cognition impairment or decline.

74. (Original) A method according to claim 70, wherein said patient is suffering from memory impairment.

75. (Original) A method according to claim 74, wherein said patient is suffering from memory impairment due to Alzheimer's disease, multiple sclerosis, amylolaterosclerosis,

multiple systems atrophy, schizophrenia, Parkinson's disease, Huntington's disease, Pick's disease, Creutzfeld-Jakob disease, depression, aging, head trauma, stroke, spinal cord injury, CNS hypoxia, cerebral senility, diabetes associated cognitive impairment, memory deficits from early exposure of anesthetic agents, multiinfarct dementia, HIV, cardiovascular disease, or age-related cognitive decline.

76. (Original) A method according to claim 74, wherein said patient is suffering from memory impairment due to dementia.

77. (Original) A method according to claim 70, wherein said patient is suffering from a psychosis.

78. (Original) A method according to claim 77, wherein the psychosis is schizophrenia, bipolar or manic depression, major depression, drug addiction or morphine dependence.

79. (Original) A method for treating a patient having a disease involving decreased cAMP levels comprising administering to said patient an effective amount of a compound according to claim 1.

80. (Original) A method according to claim 70, wherein the patient is treated to effect PDE4 enzyme inhibition.

81. (Original) A method of treating a patient suffering from an allergic or inflammatory disease comprising administering to said patient an effective amount of a compound according to claim 1.

82. (Original) A method of treating a patient suffering from neurodegeneration resulting from a disease or injury comprising administering to said patient an effective amount of a compound according to claim 1.

83. (Original) The method of claim 82, wherein the disease or injury is stroke, spinal cord injury, Alzheimer's disease, multiple sclerosis, amylolaterosclerosis (ALS), or multiple systems atrophy (MSA).

84. (Original) A method according to claim 74, wherein said patient is suffering from memory impairment due to Alzheimer's disease, schizophrenia, Parkinson's disease, Huntington's disease, Pick's disease, Creutzfeld-Jakob disease, depression, aging, head trauma, stroke, CNS hypoxia, cerebral senility, multiinfarct dementia, an acute neuronal disease, HIV or a cardiovascular disease.